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RECORDATION NO 27368-H FILED

FEB 02 '10

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SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A LESTER

February 2, 2010

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Termination, dated as of December 9, 2009, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 27368.

The names and addresses of the parties to the enclosed document are:

Lessor/Grantor: Handelsbanken Finans AB (publ)
Torsgatan 12
Stockholm SE-106 35
Sweden

Lessee/
Secured Party: New Jersey Transit Corporation
One Penn Plaza East, 6th Floor
Newark, NJ 07105

Chief, Section of Administration
February 2, 2010
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A description of the railroad equipment covered by the enclosed document is:

20 multi-level commuter rail passenger cars bearing New Jersey Transit reporting marks: 7010 - 7014, 7201, 7219, 7226, 7228, 7529 and 7538 - 7547.

A short summary of the document to appear in the index is:

Notice of Termination.

Also enclosed is a check in the amount of \$35 00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read "Edward M. Luria".

Edward M. Luria

EML/bhs
Enclosures

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SURFACE TRANSPORTATION BOARD

NOTICE OF TERMINATION

(2008-A)

THIS NOTICE OF TERMINATION is made and entered into as of this 2 day of December, 2009, by and between HANDELSBANKEN FINANS AB (publ), (556053-0841), a credit market company duly incorporated and existing under the laws of Sweden, whose registered office is at Torsgatan 12, SE-106 35 Stockholm, Sweden, as Lessor ("Lessor"), and NEW JERSEY TRANSIT CORPORATION, a body corporate and politic established in the Executive Branch of the State Government of New Jersey, having an address at One Penn Plaza East, Newark, New Jersey, 07105, as Lessee ("Lessee").

The undersigned hereby give notice, whereby:

1. The Security Agreement, dated as of January 22, 2008, between the Lessor and the Lessee; and
2. The Memorandum of Replacement of Appendix 1-A, dated as of February 14, 2008, between the Lessor and the Lessee;
3. The Memorandum of Replacement of Appendix 2-A, dated as of February 19, 2008, between the Lessor and the Lessee;
4. The Memorandum of Replacement of Appendix 3-A, dated as of February 26, 2008, between the Lessor and the Lessee;
5. The Memorandum of Replacement of Appendix 4-A, dated as of March 6, 2008, between the Lessor and the Lessee;
6. The Memorandum of Replacement of Appendix 5-A, dated as of March 12, 2008, between the Lessor and the Lessee;
7. The Memorandum of Replacement of Appendix 6-A, dated as of April 10, 2008, between the Lessor and the Lessee;
8. The Memorandum of Replacement of Appendix 7-A, dated as of June 23, 2008, between the Lessor and the Lessee;

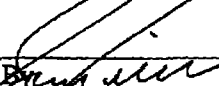
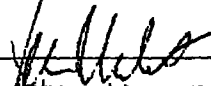
have been terminated, and all security interests previously of record with the Surface Transportation Board under 49 U.S.C. Section 11301 in the railroad equipment bearing railcar identification numbers as listed in the attached Exhibit A hereto under the aforesaid documents are terminated, released and fully discharged of record.

Signatures Contained on Following Page



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060391-57507

IN WITNESS WHEREOF, the parties hereto have each caused this Notice of Termination to be duly executed by their respective representatives duly authorized as of the date and year first above written.

	HANDELSBANKEN FINANS AB (publ)
	
	
	Name: <u>Sven Grill</u>
	Title: <u>SVP</u>
	NEW JERSEY TRANSIT CORPORATION
	By: <u>Robert Webb</u>
	Name: <u>Robert Webb</u>
	Title: <u>manager, Project Finance</u>

ACKNOWLEDGEMENT

I certify that this instrument was signed by Sven Grönlund ^{for} Handelsbanken Finans AB (publ) pursuant to a power of attorney and I acknowledge that the execution of the foregoing instrument was the free act and deed of Handelsbanken Finans AB (publ). I further declare under penalty of perjury that the foregoing is true and correct.

HANDELSBANKEN FINANS AB (publ)

By: _____

Name:

Ulla Fröberg

Title:

General Counsel

Date:

December 3, 2009

ACKNOWLEDGEMENT

On this 27th day of January, ²⁰¹⁰2009, before me personally appeared Robert Webb, who stated that he is the person who executed the foregoing instrument as Manager, Project Finance of New JERSEY TRANSIT CORPORATION, the entity named in the foregoing instrument, and is duly authorized to act on behalf of said entity, and being informed of the contents hereof, acknowledged execution of the foregoing instrument on behalf of said entity.

Witness my hand and official seal, this 27th day of January, ²⁰¹⁰2009.

My Commission Expires: _____

Pamela Lopata
Pamela Lopata
Attorney - At - Law
State of New Jersey

Exhibit A

<u>Equipment Description</u>	<u>Type</u>	<u>Railcar Identification Number</u>
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car with toilet	7219
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car with toilet	7226
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car with toilet	7228
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7538
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7539
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7540
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7541
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car with toilet	7201
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7542
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7543
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7544
Bombardier Multi-Level Commuter Rail Passenger Car	cab car	7010
Bombardier Multi-Level Commuter Rail Passenger Car	cab car	7011
Bombardier Multi-Level Commuter Rail Passenger Car	cab car	7012

Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7529
Bombardier Multi-Level Commuter Rail Passenger Car	cab car	7013
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7545
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7546
Bombardier Multi-Level Commuter Rail Passenger Car	cab car	7014
Bombardier Multi-Level Commuter Rail Passenger Car	trailer car	7547

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